UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF OHIO

EASTERN DIVISION

SANKTOKH SOHAL, Individually and on Behalf of All Others Similarly Situated,	)	No. 1:15-cv-00393-DAP
Plaintiff,	)	Judge Dan Aaron Polster
vs.	)	CLASS ACTION
ELLIS YAN, *et al.*,	)	
Defendants.	)	

PROOF OF CLAIM AND RELEASE

EXHIBIT A-2

I. GENERAL INSTRUCTIONS

1. To recover as a Member of the Class based on your claims in the action entitled *Sohal v. Yan, et al.*, Case No. 1:15-cv-00393-DAP (N.D. Ohio) (the "Litigation"), you must complete and, on page ___ hereof, sign this Proof of Claim and Release form ("Proof of Claim"). If you fail to submit a timely and properly addressed (as set forth in paragraph 3 below) Proof of Claim, your claim may be rejected and you may not receive any recovery from the Net Settlement Fund created in connection with the proposed Settlement.

2. Submission of this Proof of Claim, however, does not assure that you will share in the proceeds of the Settlement of the Litigation.

3. **YOU MUST MAIL OR SUBMIT ONLINE YOUR COMPLETED AND SIGNED PROOF OF CLAIM, ACCOMPANIED BY COPIES OF THE DOCUMENTS REQUESTED HEREIN, NO LATER THAN SEPTEMBER 6, 2017, ADDRESSED AS FOLLOWS:**

TCPI Sohal Securities Litigation
Claims Administrator
c/o Gilardi & Co. LLC
P.O. Box 30216
College Station, TX 77842-3216
Online Submissions: www.tcpisohalsecuritieslitigation.com

If you are NOT a Member of the Class, as defined in the Notice of Pendency and Proposed Settlement of Class Action ("Notice"), DO NOT submit a Proof of Claim.

4. If you are a Member of the Class and you did not timely request exclusion, you will be bound by the terms of any judgment entered in the Litigation, including the releases provided therein, WHETHER OR NOT YOU SUBMIT A PROOF OF CLAIM.

II. CLAIMANT IDENTIFICATION

If you purchased or otherwise acquired TCP International Holdings Ltd. ("TCPI") common stock during the Class Period or pursuant and/or traceable to the Registration Statement for TCPI's

June 25, 2014 initial public offering and held the certificate(s) in your name, you are the beneficial purchaser or acquirer as well as the record purchaser or acquirer. If, however, you purchased or acquired TCPI common stock and the certificate(s) were registered in the name of a third party, such as a nominee or brokerage firm, you are the beneficial purchaser or acquirer and the third party is the record purchaser or acquirer.

Use Part I of this form entitled "Claimant Identification" to identify each purchaser or acquirer of record ("nominee"), if different from the beneficial purchaser or acquirer of the TCPI common stock that forms the basis of this claim. THIS CLAIM MUST BE FILED BY THE ACTUAL BENEFICIAL PURCHASER(S) OR ACQUIRER(S) OR THE LEGAL REPRESENTATIVE OF SUCH PURCHASER(S) OR ACQUIRER(S) OF THE TCPI COMMON STOCK UPON WHICH THIS CLAIM IS BASED.

All joint purchasers or acquirers must sign this claim. Executors, administrators, guardians, conservators, and trustees or others acting in a representative capacity on behalf of a Class Member must complete and sign this claim on behalf of persons represented by them, and submit evidence of their current authority to act on behalf of that Class Member, including that your titles or capacities must be stated. Separate Proofs of Claim should be submitted for each separate legal entity (*e.g.*, a claim from joint owners should not include separate transactions of just one of the joint owners, and an individual should not combine his or her IRA transactions with transactions made solely in the individual's name). Conversely, a single Proof of Claim should be submitted on behalf of one legal entity, including all transactions made by that entity on one Proof of Claim, no matter how many separate accounts that entity has (*e.g.*, a corporation with multiple brokerage accounts should include all transactions made in all accounts on one Proof of Claim). The Social Security (or taxpayer identification) number and telephone number of the beneficial owner may be used in verifying the claim. Failure to provide the foregoing information could delay verification of your claim or result in rejection of the claim.

III. CLAIM FORM

Use Part II of this form entitled "Schedule of Transactions in TCPI Common Stock" to supply all required details of your transaction(s) in TCPI common stock. If you need more space or additional schedules, attach separate sheets giving all of the required information in substantially the same form. Sign and print or type your name on each additional sheet.

On the schedules, provide all of the requested information with respect to ***all*** of your purchases or acquisitions and ***all*** of your sales of TCPI common stock that took place during the period June 26, 2014, through and including May 27, 2015, whether such transactions resulted in a profit or a loss. You must also provide all of the requested information with respect to ***all*** of the shares of TCPI common stock you purchased pursuant and/or traceable to the Registration Statement for TCPI's June 25, 2014 initial public offering, and ***all*** of the shares of TCPI common stock held at the close of trading on June 25, 2014, February 26, 2015, and May 27, 2015. Failure to report all such transactions may result in the rejection of your claim.

List each transaction separately and in chronological order, by trade date, beginning with the earliest. You must accurately provide the month, day, and year of each transaction you list.

The date of covering a "short sale" is deemed to be the date of purchase of TCPI common stock. The date of a "short sale" is deemed to be the date of sale of TCPI common stock.

For each transaction, copies of broker confirmations or other documentation of your transactions in TCPI common stock should be attached to your claim. The parties and the Claims Administrator do not independently have information about your investments. IF SUCH DOCUMENTS ARE NOT IN YOUR POSSESSION, PLEASE OBTAIN COPIES OR EQUIVALENT DOCUMENTS FROM YOUR BROKER. FAILURE TO SUBMIT THIS

DOCUMENTATION MAY RESULT IN THE REJECTION OF YOUR CLAIM. DO NOT SEND ORIGINAL DOCUMENTS.

NOTICE REGARDING ELECTRONIC FILES: Certain claimants with large numbers of transactions may request, or may be requested, to submit information regarding their transactions in electronic files. This is different from the online submission process that is available at www.tcpisohalsecuritieslitigation.com. If you have a large number of transactions and wish to file your claim electronically, you must contact the Claims Administrator at edata@gilardi.com to obtain the required file layout.

UNITED STATES DISTRICT COURT

NORTHERN DISTRICT OF OHIO

Sohal v. Yan, et al.

Case No. 1:15-cv-00393-DAP

PROOF OF CLAIM AND RELEASE

Must Be Postmarked (if Mailed) or Received (if Submitted Online) No Later Than:

September 6, 2017

Please Type or Print

PART I: CLAIMANT IDENTIFICATION

(The Claims Administrator will use this information for all communications regarding your Proof of Claim. If this information changes, you MUST notify the Claims Administrator in writing at the address above.)

____
Beneficial Owner's Name (First, Middle, Last, as the name(s) should appear on check, if eligible for payment)

____
Street Address

__________________________ __________________________
City | State or Province

__________________________ __________________________
Zip Code or Postal Code | Country

____
Social Security Number or
Taxpayer Identification Number

________ Individual
________ Corporation/Other

____________ __________________________
Area Code | Telephone Number (work)

____________ __________________________
Area Code | Telephone Number (home)

____

Record Owner's Name (if different from beneficial owner listed above)

PART II: SCHEDULE OF TRANSACTIONS IN TCPI COMMON STOCK

A. Number of shares of TCPI common stock held at the close of trading on June 25, 2014: ________

B. Purchases or acquisitions of TCPI common stock (June 26, 2014 – May 27, 2015, inclusive):

Trade Date Month Day Year	Number of Shares Purchased or Acquired	Total Purchase or Acquisition Price
1.____________	1.__________	1.____________
2.____________	2.__________	2.____________
3.____________	3.__________	3.____________

IMPORTANT: (i) If any purchase listed covered a "short sale," please mark Yes. ☐ Yes

(ii) If you received shares through an acquisition or merger, please identify the date, the share amount, and the company acquired:

☐☐/☐☐/☐☐☐☐
MM DD YYYY ______________ ______________
Merger Shares Company

C. Sales of TCPI common stock (June 26, 2014 – May 27, 2015, inclusive):

Trade Date Month Day Year	Number of Shares Sold	Total Sales Price
1.____________	1.__________	1.____________
2.____________	2.__________	2.____________
3.____________	3.__________	3.____________

D. Number of shares of TCPI common stock held at the close of trading on February 26, 2015: ________________________

E. Number of shares of TCPI common stock held at the close of trading on May 27, 2015: ______________________

If you require additional space, attach extra schedules in the same format as above. Sign and print your name on each additional page.

YOU MUST READ AND SIGN ON PAGE __. FAILURE TO SIGN THIS FORM MAY RESULT IN A DELAY IN PROCESSING OR THE REJECTION OF YOUR CLAIM.

IV. SUBMISSION TO JURISDICTION OF COURT AND ACKNOWLEDGMENTS

On behalf of myself (ourselves) and each of my (our) heirs, agents, executors, trustees, administrators, predecessors, successors and assigns, I (we) submit this Proof of Claim under the terms of the Stipulation of Settlement described in the Notice. I (We) also submit to the jurisdiction of the United States District Court for the Northern District of Ohio with respect to my (our) claim and for purposes of enforcing the release set forth herein. I (We) further acknowledge that I am (we are) a Class Member(s) bound by and subject to the terms of any judgment that may be entered in the Litigation. I (We) agree to furnish additional information to the Claims Administrator to support this claim (including transactions in other TCPI securities) if requested to do so. I (We) have not submitted any other claim covering the same purchases, acquisitions or sales of TCPI common stock during the Class Period and know of no other person having done so on my (our) behalf.

V. RELEASE

1. Upon the Effective Date of the Settlement, I (we), as a Class Member, acknowledge full and complete satisfaction of, and fully, finally, and forever settle, release, and discharge from the Released Claims each and all of the Released Persons, defined in the accompanying Notice.

2. I (We) hereby warrant and represent that I (we) have not assigned or transferred or purported to assign or transfer, voluntarily or involuntarily, any matter released pursuant to this release or any other part or portion thereof.

3. I (We) hereby warrant and represent that I (we) have included the information requested about all of my (our) transactions in TCPI common stock which are the subject of this

claim, which occurred during the Class Period, as well as the opening and closing positions in such securities held by me (us) on the dates requested in this Proof of Claim.

I declare under penalty of perjury under the laws of the United States of America that all of the foregoing information supplied on this Proof of Claim by the undersigned is true and correct.

Executed this _______ day of ______________, in ____________________________,
(Month/Year) (City)

_________________________________.
(State/Country)

____
(Sign your name here)

____
(Type or print your name here)

____
(Capacity of person(s) signing,
e.g., Beneficial Purchaser or Acquirer, Executor or Administrator)

**ACCURATE CLAIMS PROCESSING TAKES A SIGNIFICANT AMOUNT OF TIME.
THANK YOU FOR YOUR PATIENCE.**

Reminder Checklist:

1. Please sign above.
2. If this claim is being made on behalf of Joint Claimants, then both must sign.
3. Remember to attach copies of supporting documentation, if available.
4. **Do not send** originals of stock certificates or other documentation as they will not be returned.
5. Keep a copy of your Proof of Claim and all supporting documentation for your records.
6. If you desire an acknowledgment of receipt of your Proof of Claim, please send it Certified Mail, Return Receipt Requested.
7. If you move, please send your new address to the address below.
8. **Do not use red pen or highlighter** on the Proof of Claim or supporting documentation.

THIS PROOF OF CLAIM MUST BE SUBMITTED ONLINE BY SEPTEMBER 6, 2017, OR, IF MAILED, POSTMARKED NO LATER THAN SEPTEMBER 6, 2017, ADDRESSED AS FOLLOWS:

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Claims Administrator
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